

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

GIRAFA.COM, INC.,

Plaintiff,

-against-

AMAZON WEB SERVICES LLC,
AMAZON.COM, INC., ALEXA INTERNET,
INC., IAC SEARCH & MEDIA, INC., SNAP
TECHNOLOGIES, INC., YAHOO! INC.,
SMARTDEVIL, INC., EXALEAD, INC., and
EXALEAD S.A.,

Defendants.

C.A. No. 07-787-SLR

**NON-CONFIDENTIAL DECLARATION OF SAUL GREENBERG, PH.D., IN SUPPORT
OF DEFENDANTS' MOTIONS FOR SUMMARY JUDGMENT**

I, Saul Greenberg, Ph.D., declare:

1. I have been retained by the law firm of Quinn Emanuel Urquhart Oliver & Hedges, LLP ("Quinn Emanuel") on behalf of Defendants IAC Search & Media, Inc.; Snap Technologies, Inc.; Yahoo! Inc.; Exalead, Inc.; and Exalead S.A. ("Defendants"). I was asked to prepare expert reports on various matters relevant to this litigation, make myself available to testify on such matters at deposition, by declaration, or at trial, and have been asked to provide this declaration.

2. I have personal knowledge of the facts set forth in this declaration and, if called upon as a witness, I could and would testify to such facts under oath.

3. I have previously set forth my qualifications in my expert reports disclosed in this matter, Expert Report of Saul Greenberg, Ph.D. (pp. 6-13) and Non-Infringement Expert Report of Saul Greenberg, Ph.D. (pp. 2-3); and I responded to questions about my qualifications at the multiple depositions conducted of me by the plaintiff in this matter.

4. Attached hereto as Exhibit A, and incorporated by reference herein, is a true and correct copy of the Expert Report of Saul Greenberg, Ph.D. regarding the invalidity of the '904 patent, which I disclosed in the above-captioned matter on February 13, 2009. This report sets forth my opinions, as well as certain facts of which I have personal knowledge. This report is accurate and complete, except to the limited extent that I may have corrected any portion of such report during my depositions in connection with this litigation. In addition, I reserve the right to supplement and/or amend my opinions at or before trial to the extent that new facts or information are made available to me or as indicated in my report.

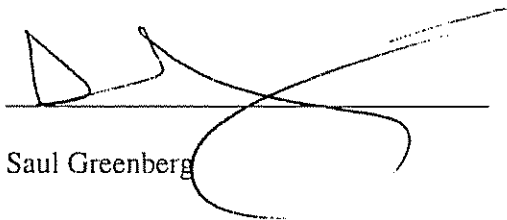
5. Attached hereto as Exhibit B, and incorporated by reference herein, is a true and correct copy of the Rebuttal Report of Saul Greenberg, Ph.D. on Secondary Considerations, which I disclosed in the above-captioned matter on April 14, 2009. This report sets forth my opinions, as well as certain facts of which I have personal knowledge. This report is accurate and complete, except to the limited extent that I may have corrected any portion of such report during my depositions in connection with this litigation. In addition, I reserve the right to supplement and/or amend my opinions at or before trial to the extent that new facts or information are made available to me or as indicated in my report.

6. Attached hereto as Exhibit C, and incorporated by reference herein, is a true and correct copy of the assignment titled "Building an Image Web Crawler and a Web Server," which I gave to my undergraduate CPSC 441 class at the University of Calgary in 1996.

7 Attached hereto as Exhibit D, and incorporated by reference herein, is a true and correct copy of “How People Recognize Previously Seen Web Pages from Titles, URLs and Thumbnails” by Shaun Kaasten, Saul Greenberg, and Christopher Edwards, which was published in the book *People and Computers XVI—Memorable but Invisible: Proceedings of HCI 2002* in 2002. An earlier version of this paper, which differed in inconsequential ways, was published as a publicly available departmental technical report in November of 2001 as Report 2001-692-15, Department of Computer Science, University of Calgary, Calgary, AB, Canada, available at <http://grouplab.cpsc.ucalgary.ca/grouplab/uploads/Publications/Publications/2001-ThumbnailStudy.Report2001-692-15.pdf>.

I declare under the penalty of perjury of the laws of the United States of America that to the best of my knowledge the foregoing is true and correct.

Dated: June 1, 2009



Saul Greenberg

CERTIFICATE OF SERVICE

I hereby certify that on June 1, 2009, I caused to be served by **hand delivery and electronic mail** the foregoing document and electronically filed the same with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following:

Steven J. Balick, Esquire
Ashby & Geddes
500 Delaware Avenue, 8th Floor
P. O. Box 1150
Wilmington, DE 19899

Arthur G. Connolly, III, Esquire
Connolly Bove Lodge & Hutz LLP
1007 N. Orange Street
P. O. Box 2207
Wilmington, DE 19899

Jack B. Blumenfeld, Esquire
Rodger D. Smith II, Esquire
Morris, Nichols, Arsht & Tunnell LLP
1201 N. Market Street
P. O. Box 1347
Wilmington, DE 19899-1347

Thomas C. Grimm, Esquire
Morris, Nichols, Arsht & Tunnell LLP
1201 N. Market Street
P. O. Box 1347
Wilmington, DE 19899-1347

I hereby certify that on June 1, 2009, I sent by **electronic mail** the foregoing document to the following non-registered participants:

William H. Mandir, Esquire
Sughrue Mion, PLLC
2100 Pennsylvania Avenue, NW
Washington, DC 20037

Daniel M. Cislo, Esquire
Cislo & Thomas LLP
1333 2nd Street, Suite 500
Santa Monica, CA 90401

Douglas E. Lumish, Esquire
Weil, Gotshal & Manges LLP
201 Redwood Shores Parkway
Redwood Shores, CA 94065

Harold V. Johnson, Esquire
Brinks Hofer Gilson & Lione
NBC Tower, Suite 3600
455 North Cityfront Plaza Drive
Chicago, IL 60611-5599

Justin Lim
Smartdevil Inc.
2156 Rousseau
Montreal Quebec H8N 1K7
CANADA

/s/ Anne Shea Gaza
Anne Shea Gaza (#4093)
gaza@rlf.com